

APPENDIX A

INDIANA STATE UNIVERSITY BOARD OF TRUSTEES BYLAWS

Article I

Section 1. Name

The name of the Board of Trustees is fixed by statute of the State of Indiana as INDIANA STATE UNIVERSITY BOARD OF TRUSTEES.

Section 2. Name of University

The name of the University under the control of this Board of Trustees is fixed by statute of the State of Indiana as INDIANA STATE UNIVERSITY.

Section 3. Seal

The seal of the Board of Trustees shall be a circular disc with the words "INDIANA STATE UNIVERSITY" "SEAL" around the outer edge and words "BOARD OF TRUSTEES" in the center.

Article II

MEMBERSHIP

The membership of this Board of Trustees shall conform with the statute of the State of Indiana governing the membership of the INDIANA STATE UNIVERSITY BOARD OF TRUSTEES.

Article III

MEETINGS AND POWERS OF THE BOARD OF TRUSTEES

Section 1. Annual Meeting

An annual meeting of the Board of Trustees shall be held during July of each year for the purpose of electing officers and the transaction of such other business as may be brought before the meeting. Such meeting shall be held on a date previously established by action of the Board, at the hour and place specified in the notice of the meeting. The Secretary shall give five (5) days' notice of such annual meeting in person or by mail, telephone or telegraph.

In the event of failure to hold an annual meeting during July of any year, a delayed annual meeting may be held on a later date upon being called by any two (2) members of the Board or by the President of the Board. Five (5) days' notice of such

delayed annual meeting shall be given by the Secretary in the same manner specified in the preceding paragraph.

The order of business at the annual meeting shall be as follows:

1. Roll call.
2. Reading of the notice of the meeting.
3. Action upon the minutes of the preceding annual meeting.
4. Reports of officers.
5. Reports of special committees.
6. Election of officers.
7. Other business.

Section 2. Regular Meetings

Subject to the last sentence of this Section, and in addition to the annual meeting, the Board of Trustees shall hold six (6) regular meetings each year. Generally, but not necessarily, a regular meeting of the Board, shall be held once each month with the exception of January, March, May, July August and November. Each such meeting shall be held on a date previously established by action of the Board, at the hour and place specified in the notice of the meeting. The Secretary shall give five (5) days' notice of each regular meeting in person or by mail, telephone or telegraph. Any regular meeting may be canceled with the consent of at least a majority of the members of the Board.

Section 3. Special Meetings

A special meeting of the Board may be called on any date by the President of the Board or by a majority of the members of the Board, and may be held at such hour and at such place within the State of Indiana as shall be fixed in the notice of such meeting. Notice of a special meeting shall be mailed or given personally or by telephone or telegraph by the Secretary to each member not less than five (5) days in advance of such meeting.

Section 4. Quorum

At all meetings of the Board there shall be present at least a majority of all of the members in order to constitute a quorum. If, at any meeting, there shall be less than a quorum present, such meeting may be adjourned from time to time until a quorum is present.

All action taken by the Board at any meeting shall be approved by vote of at least a majority of the members of the Board at the time holding office.

Section 5. Waiver of Notice

Notice of any meeting may be waived in writing by any member of the Board, and the presence in person of a member at a meeting shall be deemed to be a waiver of notice of such meeting by such member.

Section 6. Powers of Board of Trustees

In addition to the powers specifically granted by statutes of the State of Indiana, the Board has and may exercise all other implied powers reasonably required for the conduct of the affairs of Indiana State University. The Board may from time to time, by resolution, prescribe the manner in which contracts shall be executed on behalf of the Board. In the absence of such provision, all contracts shall be executed by the President or Vice President and attested by the Secretary or Assistant Secretary.

Article IV**OFFICERS****Section 1. Election**

At its annual meeting the Board of Trustees shall elect from among its membership, a President, a Vice President, a Secretary and an Assistant Secretary, and shall also appoint a qualified person, not a member of the Board of Trustees, to serve as Treasurer. Each officer shall be elected for a term of one (1) year or until a successor shall be elected and qualified.

Section 2. Vacancies

Whenever any vacancy shall occur in any office by death, resignation or otherwise, the same shall be filled by the Board of Trustees and the officer so elected or appointed shall hold office for the balance of the term of said office or until a successor is chosen and qualified.

Section 3. President

The President shall preside at all meetings of the Board of Trustees, discharge all the duties which devolve upon a presiding officer, and perform such other duties as the bylaws provide or the Board of Trustees may prescribe.

Section 4. Vice President

The Vice President shall perform all duties incumbent upon the President during the absence of or disability of the President, and perform any such other duties as the bylaws may require or the Board of Trustees may prescribe.

Section 5. Secretary

The Secretary shall keep a record of the proceedings of all meetings and shall notify the members of all regular and

special meetings and shall further be responsible for carrying on all correspondence as directed by the Board of Trustees. He/she shall also perform and discharge such other duties as the bylaws provide or the Board of Trustees may prescribe.

Section 6. Assistant Secretary

The Assistant Secretary shall perform all duties incumbent upon the Secretary during the absence of or disability of the Secretary, and perform such other duties as the bylaws may require or the Board of Trustees may prescribe.

Section 7. Treasurer

The Treasurer shall have custody of all funds and securities of the University which may come into his/her hands. He/she shall deposit the same to the credit of the University in such banks or depositories as the Board of Trustees shall direct. He/she shall keep an accurate account of all funds and securities, disburse and dispose of the same under the direction of the Board of Trustees and perform all acts incident to the position of Treasurer subject to order of the Board of Trustees and such other duties as the Board of Trustees may prescribe.

Article V**AMENDMENTS**

The power to make, alter, amend or repeal these bylaws is vested in the Board of Trustees, but the affirmative vote of a majority of the members of the Board of Trustees for the time being shall be necessary to effect any alteration, amendment or repeal.

(Amended by the Indiana State University Board of Trustees February 1, 1985.)